

FILED

FEB 5 1999

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NORTH CAROLINA
RALEIGH DIVISION

PEGGY B. DEANS, CLERK
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF N.C.

IN RE:) CASE NO.: 98-02675-5-ATS
INTERNATIONAL HERITAGE, INC.)
)
)
)
Address:) CHAPTER 7
2626 Glenwood Avenue, #200)
Raleigh, NC 27608)
)
)
TAX ID# 56-1921093)
)
)
Debtor.)

**APPLICATION BY TRUSTEE FOR AUTHORITY TO
EMPLOY AND APPOINT ATTORNEY SPECIALLY**

The application of Holmes P. Harden respectfully represents:

1. Your applicant was appointed Trustee of the estate of International Heritage, Inc., the above-named debtor, and is qualified and is now acting as such Trustee.
2. It is necessary to employ counsel to perform the legal services for your applicant which will be required in the administration of the estate, as enumerated in (5) below.
3. Your applicant wishes to employ Lewis and Roberts, PLLC, as attorneys duly admitted to practice in this Court.
4. Your applicant has selected Lewis and Roberts, PLLC for the reason that its attorneys are experienced practitioners of insurance and commercial litigation and that your applicant believes that they are well-qualified to represent him in this proceeding.
5. The professional services Lewis and Roberts, PLLC is to render are:

to litigate claims by and against Executive Risk Speciality Insurance Company, and to opine on the legal merits of estate claims against TIG Insurance Company, 20/21 Software, Inc. 20/21 .Interactive LLC and Vertex, Inc and to litigate said claims if requested to do so by Trustee

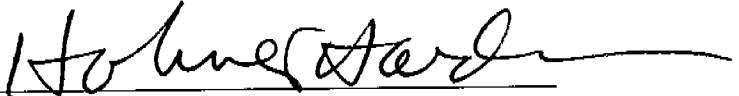
6. Your applicant desires to employ Lewis and Roberts, PLLC for a fee of 25% of each recovery in favor of the estate in the above mentioned matters unless appellate work beyond the United States District Court is required, in which case the fee with be 33%.

7. Lewis and Roberts, PLLC, to the best of your applicant's knowledge, has no connections with the debtor, creditors, or any other party in interest, or their respective attorneys and accountants except as set forth in the declaration attached.

8. Lewis and Roberts, PLLC and its attorneys are disinterested persons and represent no interest adverse to the Trustee or the estate in the matters upon which they are to be engaged for your applicant, and their employment would be in the best interest of this estate.

WHEREFORE, your applicant prays that he be authorized to employ and appoint said Lewis and Roberts, PLLC as his attorneys and that he have such other and further relief as is just.

This 3rd day of February, 1999.

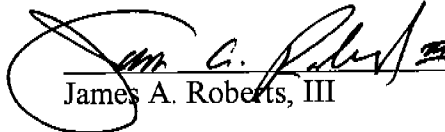

Holmes P. Harden
Trustee

AFFIDAVIT OF DISINTERESTEDNESS

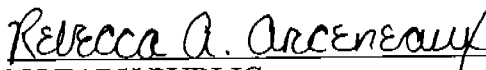
STATE OF NORTH CAROLINA
COUNTY OF WAKE

James A. Roberts, III of Lewis and Roberts, PLLC, being first duly sworn, avers and says that:

1. He is an attorney duly licensed to practice law in the State of North Carolina and in this Court.
2. He practices law in a professional corporation under the firm name Lewis and Roberts, PLLC, located at 1305 Navaho Drive, Raleigh, North Carolina 27619.
3. Neither James A. Roberts, III nor Lewis and Roberts, PLLC have any business connections with International Heritage, Inc. (the "Debtor"), its creditors, or any other party in interest, or their respective attorneys or accountants, except that several of the partners and associates of Lewis and Roberts, PLLC were shareholders of or employed by Maupin Taylor & Ellis, P.A., the firm of which Trustee is a shareholder, before the founding of Lewis and Roberts, PLLC in 1997. There is no professional or financial relationship between Maupin Taylor & Ellis, P.A. or the Trustee and Lewis and Roberts, PLLC.
4. Neither James A. Roberts, III nor Lewis and Roberts, PLLC represent or hold any adverse interest to the Debtor or the estate in the matters upon which they are to be engaged except as may be disclosed above.


James A. Roberts, III

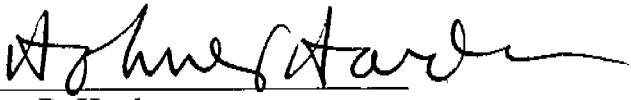
Sworn to and subscribed before me
this 3rd day of February, 1998.


NOTARY PUBLIC
My Commission expires: 06/17/2002



CERTIFICATE OF SERVICE

I, Holmes P. Harden, Trustee for International Heritage, Inc., do hereby certify that the Application By Trustee for Authority to Employ and Appoint Attorney, hereto attached, was served upon the parties listed below by mailing a copy thereof to each such party at the address indicated below with its proper postage attached and deposited in an official depository under the exclusive care and custody of the United States Post Office in Raleigh, North Carolina, on the 3rd day of February, 1999.

By: 
Holmes P. Harden
Trustee for Debtor
N. C. State Bar No. 9835
P. O. Drawer 19764
Raleigh, North Carolina 27619
Telephone: (919) 981-4000

SERVED:

Marjorie K. Lynch
Bankruptcy Administrator
P. O. Box 3709
Raleigh, North Carolina 27602

James A. Roberts, III
Lewis & Roberts, PLLC
P. O. Box 17529
Raleigh, NC 27619-7529